



The David J. Joseph Company

March 3, 2004

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W., Suite 715
Washington, DC 20423-0001

RECORDATION NO.

19696-F FILED

MAR 8 '04

2-53 PM



SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Please find enclosed, two (2) originals of the Release of Lien dated as of March 3, 2004 between the following parties:

ICX Corporation
3 Summit Park Drive, Suite 300
Cleveland, OH 44131

The David J. Joseph Company
300 Pike Street
Cincinnati, OH 45202

Please see Schedule I attached hereto for the equipment, (40) railcars, involved in this transaction.

This filing is to appear in the index as follows: Release of Lien dated March 3, 2004 related to forty (40) railcars bearing reporting marks FCEN 96595-96614, inclusive and MMRR 46071-46148, sporadic.

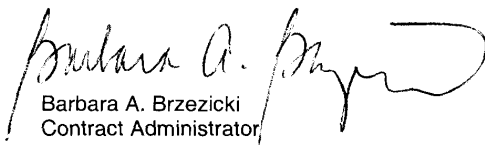
Please file this as a secondary document under the Recordation Number 19696-F as it relates to the Memorandum of Railroad Equipment Lease Agreement between Railtex Inc. and The David J. Joseph Company and dated 10/23/95.

The filing fee for this document in the amount of \$30.00 is included in the enclosed check. Please return the original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6082.

Sincerely,

The David J. Joseph Company


Barbara A. Brzezicki
Contract Administrator

Enclosures

MAR 8 '04 2:53 PM

RELEASE

SURFACE TRANSPORTATION BOARD

This Release is executed as of March 3, 2004, by The David J. Joseph Company (f/k/a The David J. Joseph Company and Joseph Transportation Services, Inc., respectively), a Delaware Corporation ("DJJ").

WHEREAS, DJJ entered into a Railroad Equipment Lease with RailTex, Inc. ("RailTex") dated October 23, 1995 (the "Lease"), the subject of which are the forty (40) railcars (the "Railcars") listed on Exhibit A attached hereto; and

WHEREAS, DJJ entered into a Purchase and Sale Agreement with ICX Corporation ("ICX") dated December 7, 1995 (the "Agreement I"), pursuant to which (a) ICX purchased the Railcars; (b) DJJ assigned the Lease to which the Railcars are subject (the "Assignment I"); and (c) ICX granted DJJ certain rights in such Railcars which operated as a lien upon such Railcars (the "Rights");

WHEREAS, DJJ, RailTex, and ICX memorialized the Lease, Assignment, and Rights of record by filing a Memorandum of Railroad Equipment Lease Agreement dated October 23, 1995, a Memorandum of Assignment and Assumption Agreement, and a Memorandum of Options, Rights of First Refusal and Remarketing Rights, both dated December 7, 1995, by filing them with the Surface Transportation Board (the "STB");

WHEREAS, the Memorandum of Railroad Equipment Lease Agreement was recorded with the STB and assigned Recordation #19696, the Memorandum of Assignment and Assumption Agreement and the Memorandum of Options, Rights of First Refusal and Remarketing Rights were both recorded with the STB and assigned recordation numbers 19696-A and 19696-B, respectively. The Memorandum of Assignment and Assumption Agreement was inadvertently recorded again and assigned recordation number 19696-C; and

WHEREAS, DJJ entered into a Purchase and Sale Agreement with ICX Corporation ("ICX") dated December 21, 2000 (the "Agreement II"), pursuant to which (a) DJJ purchased the Railcars; and (b) ICX assigned the Lease to which the Railcars are subject (the "Assignment II");

WHEREAS, DJJ and ICX memorialized the assignment of record by filing a Memorandum of Assignment and Assumption Agreement, and a Release of Lien of Options, Rights of First Refusal and Remarketing Rights, both dated December 21, 2000, with the STB;

WHEREAS, the Memorandum of Assignment and Assumption Agreement and the Release of Lien of Options, Rights of First Refusal and Remarketing Rights were both recorded with the STB and assigned recordation numbers 19696-D and 19696-E, respectively.

NOW THEREFORE, in consideration of the premises and mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, Joseph and USB agree as follows:

1. The Memorandum of Railroad Equipment Lease Agreement, the Memorandum of Options, Rights of First Refusal and Remarketing Rights; and the Memorandums of Assignment and Assumption Agreement are hereby terminated, thereby releasing all rights, interests or claims to, and all liens and encumbrances upon, the Railcars, by any person or entity, and that such Railcars may be sold, leased or otherwise transferred by DJJ free and clear of any further interest of ICX under the Purchase Agreement and without the consent of ICX.

2. DJJ has executed this Release for purposes of memorializing the agreements set forth herein.

3. This Release of Lien will be filed with the STB and receive recordation # 19696-F.

IN WITNESS WHEREOF, DJJ has caused this Release to be duly executed by their officer duly authorized as of the date and year first above written.

THE DAVID J. JOSEPH COMPANY

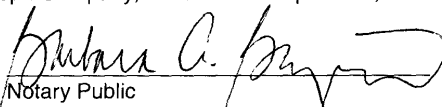
By: Linda M. Baughman

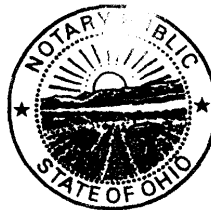
Name: Linda M. Baughman

Title: Assistant Secretary

State of OHIO)
) ss:
County of HAMILTON)

The foregoing instrument was acknowledged before me this 3rd day of March, 2004, by Linda M. Baughman, the Assistant Secretary of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.


Notary Public
Hamilton County
My Commission Expires: February 20, 2006



BARBARA A. BRZEZICKI
Notary Public, State of Ohio
My Commission Expires
February 20, 2006

EXHIBIT A

RAILCARS: Forty (40) railcars bearing reporting marks:

FCEN 96595-96614, INCLUSIVE

MMRR 46071, 46072, 46074, 46076, 46077, 46086, 46087, 46091, 46095, 46098,
46099, 46115, 46118, 46124, 46132, 46133, 46138, 46139, 46140, and 46148.